

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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: **Chapter 11 Case No.**
In re :
: **09- 50026 (REG)**
GENERAL MOTORS CORP., *et al.*, :
: **(Jointly Administered)**
Debtors. :
:
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**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR HEARING ON JUNE 30, 2009 AT 9:45 A.M.**

Location of Hearing: United States Bankruptcy Court for the Southern District of New York,
Alexander Hamilton U.S. Custom House, before the Honorable Robert E.
Gerber, United States Bankruptcy Judge, Courtroom 623, One Bowling
Green, New York, NY 10004-1408

I. CONTESTED MATTER:

1. Debtors Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), (k), and (m), and 365 and Fed. R. Bankr. P. 2002, 6004, and 6006, to (I) Approve (A) The Sale Pursuant to The Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, A U.S. Treasury-Sponsored Purchaser, Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (B) The Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Other Relief; and (II) Schedule Sale Approval Hearing [**Docket No. 92**]

Response Deadline: June 19, 2009 at 5:00 p.m. Response Deadline for Creditors Committee was extended to June 24, 2009 at 12:00 p.m.; Wilmington Trust Company Deadline was extended to June 23, 2009 at 4:00 p.m.; and the Law Debenture was extended to June 22, 2009 at 4:00 p.m.

Responses Filed: **SEE ANNEXED CHARTS.**

Replies Filed:

- A. Response of the International Union, United Automobile, Aerospace and Agricultural Implement Workers of America, AFL-CIO to Objections to Debtors' Motion for an Order Authorizing the Sale of Substantially all of the Debtors' Assets and Other Relief, dated June 26, 2009 [**Docket No. 2630**]

- B. Supplemental Statement of the International Union, United Automobile, Aerospace, and Agricultural Implement Workers Union of America, AFL-CIO in Support of Motion of the Debtors to Approve the Sale Pursuant to the Master Sale and Purchase Agreement with Vehicle Acquisition Holdings, LLC; Assumption and Assignment of Certain Executory Contracts; and Other Relief; and Response to Individual Retiree Statements Concerning Approval of UAW Retiree Settlement Agreement, dated June 26, 2009 [**Docket No. 2631**]
- C. Omnibus Reply of the Debtors to Objections to the Debtors Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), (k), and (m), and 365 and Fed. R. Bankr. P. 2002, 6004, and 6006, to (I) Approve (A) The Sale Pursuant to The Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, A U.S. Treasury-Sponsored Purchaser, Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (B) The Assumption and Assignment of Certain Executory Contract and Unexpired Leases; and (C) Other Relief [**Docket No. 2645**]
- D. The United States of Americas Statement in Support of Debtors' Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), (k), and (m) and 365 and Fed. R. Bankr. P. 2002, 6004, and 6006, to Approve (A) the Sale Pursuant to the Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, A U.S. Treasury-Sponsored Purchaser, Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (B) the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Other Relief [**Docket No. 2646**]
- E. Amended and Supplemental Omnibus Reply of the Debtors to Objections to the Debtors Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), (k), and (m), and 365 and Fed. R. Bankr. P. 2002, 6004, and 6006, to (I) Approve (A) The Sale Pursuant to The Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, A U.S. Treasury-Sponsored Purchaser, Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (B) The Assumption and Assignment of Certain Executory Contract and Unexpired Leases; and (C) Other Relief [**Docket No. 2681**]
- F. Amended Exhibit C to Amended and Supplemental Omnibus Reply of the Debtors to Objections to the Debtors Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), (k), and (m), and 365 and Fed. R. Bankr. P. 2002, 6004, and 6006, to (I) Approve (A) The Sale Pursuant to The Master Sale and Purchase Agreement with Vehicle

Acquisition Holdings LLC, A U.S. Treasury-Sponsored Purchaser, Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (B) The Assumption and Assignment of Certain Executory Contract and Unexpired Leases; and (C) Other Relief **[Docket No. 2746]**

Additional Document(s):

- A. Memorandum of Law In Support of Debtors' Motion Pursuant To 11 U.S.C. §§ 105, 363(b), (f), (k), (m) and 365, and Fed. R. Bankr. P. 2002, 6004 and 6006, to (I) Approve (A) The Sale Pursuant to The Master Sale and Purchase Agreement with Vehicle Acquisition Holding **[Docket No. 105]**
- B. Order Pursuant to 11 U.S.C. §§ 105, 363, and 365 and Fed. R. Bankr. P. 2002, 6004, and 6006 (I) Approving Procedures for Sale of Debtors' Assets Pursuant to Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, A U.S. Treasury-Sponsored Purchaser; (II) Scheduling Bid Deadline and Sale Hearing Date; (III) Establishing Assumption and Assignment Procedures; and (IV) Fixing Notice Procedures and Approving Form of Notice of Filing of Certain Schedules to The DIP Facility **[Docket No. 274]**
- C. Declaration of J. Stephen Worth in Support of the Proposed Sale of Debtors' Assets to Vehicle Acquisition Holdings LLC **[Docket No. 425]**
- D. Supplemental Declaration of J. Stephen Worth in Support of the Proposed Sale of Debtors' Assets to Vehicle Acquisition Holdings LLC **[Docket No. 431]**
- E. Declaration of Albert Koch in Support of the Proposed Sale of Debtors' Assets to Vehicle Acquisition Holdings LLC **[Docket No. 435]** Notice of Filing Certain Schedules and Exhibits to Master Sale and Purchase Agreement **[Docket No. 947]**
- F. Evidence and Witness List for the Hearing to Consider Debtors' Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), (k), (m) and 365, and Fed. R. Bankr. P. 2002, 6004 and 6006, to Approve (A) the Sale Pursuant to the Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, a U.S. Treasury-Sponsored Purchaser, Free and Clear of Liens, Claims, Encumbrances and Other Interests; (B) the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Other Relief **[Docket No. 2474]**

- G. Witness and Exhibit List of International Union, United Automobile, Aerospace and Agricultural Implement Workers of America for Hearing on Sale Motion, dated June 25, 2009 [**Docket No. 2519**]
- H. Evidence and Witness List of Ad Hoc Committee of Consumer Victims of General Motors [**Docket No. 2565**]
- I. United States of America Evidence and Witness List for the Hearing to Consider Debtors' Asset Sale Motion [**Docket No. 2578**]
- J. IUE-CWA, United Steelworkers and International Union of Operating Engineers Evidence and Witness List for the Hearing to Consider Debtors' Asset Sale Motion [**Docket No. 2582**]
- K. Statement Evidence and Witness List of Ad Hoc Committee of State Attorneys General [**Docket No. 2616**]
- L. Statement of Witness and Exhibit List of Product Liability Claimant Advocates for the 363 Sale Hearing [**Docket No. 2585**]
- M. Amended IUE-CWA, United Steelworkers and International Union of Operating Engineers Evidence and Witness List for the Hearing to Consider Debtors' Asset Sale Motion [**Docket No. 2624**]
- N. Evidence and Witness List of Unofficial Committee of Family and Dissident GM Bondholder for the Hearing on Debtors Motion Pursuant to 11 U.S.C. §§ 105, 363(b), (f), (k), and (m), and 365 and Fed. R. Bankr. P. 2002, 6004, and 6006, to (I) Approve (A) The Sale Pursuant to The Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, A U.S. Treasury-Sponsored Purchaser, Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (B) The Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Other Relief; and (II) Schedule Sale Approval Hearing [**Docket No. 2628**]
- O. Notice of Filing of the Amended Master Sale and Purchase Agreement and Certain Exhibits and Sections of the Disclosure Schedule Thereto [**Docket No. 2649**]
- P. Amended Evidence and Witness List for the Hearing to Consider Debtors' Motion Pursuant to 11 U.S.C. §§ 105, 363(B), (F), (K), (M) and 365, and Fed. R. Bankr. P. 2002, 6004 and 6006, to Approve (A) the Sale Pursuant to the Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC, a U.S. Treasury-Sponsored Purchaser, Free and Clear of Liens, Claims,

Encumbrances and Other Interests; (B) the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Other Relief [**Docket No. 2657**]

- Q. United States of America Amended Evidence and Witness List for the Hearing to Consider Debtors' Asset Sale Motion [**Docket No. 2659**] Statement Evidence And Witness List Of Mark Buttita, As Personal Representative of Salvatore Buttita For The Debtors Motion Pursuant To 11 U.S.C. §§105, 363(B), (F), (K), And (M), And 365 And Fed R. Bankr. P. 2002, 6004, And 6006, To (I) Approve (A) The Sale Pursuant To The Master Sale And Purchase Agreement With Vehicle Acquisition Holdings LLC, a U.S. Treasury-Sponsored Purchaser, Free And Clear Of Liens, Claims, Encumbrances, And Other Interests; (B) The Assumption And Assignment Of Certain Executory Contracts and Unexpired Leases; And (C) Other Relief; And (ii) Schedule Sale Approval Hearing [**Docket No. 2665**]

Status: This matter is going forward.

2. Notice of Settlement of an Order Denying Motion of the Unofficial Committee of Family & Dissident GM Bondholders for an Order Directing the United States Trustee to Appoint an Official Committee of Family & Dissident Bondholders [**Docket No. 2510**]

Response Deadline: June 30, 2009 at 11:00 a.m.

Responses Filed:

- A. General Motors Corporation Notice of Settlement of Counter-Order Denying Motion for Appointment of Additional Committee of Family & Dissident GM Bondholders [**Docket No. 2583**]

Replies Filed: None to date

Additional Document(s):

- A. Motion to Appoint an Official Committee of Family & Dissident GM Bondholders filed by Michael P. Richman on behalf of Unofficial Committee of Family & Dissident GM Bondholders [**Docket No. 553**]
- B. Objection of the Official Committee of Unsecured Creditors to the Motion of the Unofficial Committee of Family & Dissident GM Bondholders for an Order Directing the United States Trustee to Appoint an Official Committee of Family and Dissident GM Bondholders [**Docket No. 2042**]

- C. Amended Verified Statement of Patton Boggs LLP Pursuant to Bankruptcy Rule 2019 filed by Michael P. Richman on behalf of Unofficial Committee of Family & Dissident GM Bondholders **[Docket No. 2589]**
- D. Notice of Counter-Proposed Order filed by Michael P. Richman on behalf of Unofficial Committee of Family & Dissident GM Bondholders. **[Docket No. 2689]**

Status: This matter is going forward.

- 3. Debtors' First Omnibus Motion to Reject Certain Unexpired Leases of Nonresidential Real Property **[Docket No. 937]**

Response Deadline: June 25, 2009 at 4:00 p.m.

Responses Filed:

- A. Environmental Testing Corporation's Objection to Motion to Reject Certain Unexpired Leases of Nonresidential Real Property **[Docket No. 2463]**

Replies Filed:

- B. Reply of Debtors to Objection by Environmental Testing Corporation to First Omnibus Motion of Debtors to Reject Certain Unexpired Leases of Nonresidential Real Property **[Docket No. 2751]**

Additional Document(s): None to date.

Status: This matter is going forward.

II. UNCONTESTED MATTERS:

- 1. Motion of Debtors for Entry of Order Pursuant to 11 U.S.C. §§ 105(a) and 366 (I) Approving Debtors Proposed Form of Adequate Assurance of Payment, (II) Establishing Procedures for Resolving Objections by Utility Companies, and (III) Prohibiting Utilities from Altering, Refusing, or Discontinuing Service **[Docket No. 58]**

Response Deadline: June 15, 2009 at 4:00 p.m.

Responses Filed:

- A. Objection of Columbia Gas of Ohio, Inc. and Columbia Gas of Virginia, Inc. to Motion of Debtors for Entry of Order Pursuant to 11 U.S.C. §§ 105(a) and 366 (I) Approving Debtors' Proposed Form of Adequate Assurance of Payments; (II) Establishing Procedures for Resolving Objections by Utility Companies; and (III) Prohibiting Utilities from Altering, Refusing, or Discontinuing Service [**Docket No. 764**]
- B. Objection of Certain Utility Companies to Motion of Debtors for Entry of Order Pursuant To 11 U.S.C. §§ 105(a) and 366 (i) Approving Debtors Proposed Form Of Adequate Assurance of Payment, (ii) Establishing Procedures for Resolving Objections By Utility Companies, and (iii) Prohibiting Utilities from Altering, Refusing, Or Discontinuing Service [**Docket No. 915**]
- C. Response to Motion Nicor Gas' Request for Additional Adequate Assurance filed by Karel S. Karpe on behalf of Nicor Gas [**Docket No. 1099**]

Replies Filed:

- A. Debtors' Omnibus Reply To Objections Under Order Pursuant To 11 U.S.C. §§ 105(a) And 366 (I) Approving Debtors Proposed Form Of Adequate Assurance Of Payment, (II) Establishing Procedures For Resolving Objections By Utility Companies, And (III) Prohibiting Utilities From Altering, Refusing, Or Discontinuing Service [**Docket No. 2366**]

Additional Document(s):

- A. Order Pursuant to 11 U.S.C. §§ 105(a) and 366 (I) Approving Debtors Proposed Form of Adequate Assurance of Payment, (II) Establishing Procedures for Resolving Objections by Utility Companies, and (III) Prohibiting Utilities from Altering, Refusing, or Discontinuing Service [**Docket No. 173**]
- B. Notice of First Supplemental Utility Service List in Accordance with Order Pursuant to 11 U.S.C. §§ 105(a) and 366 (I) Approving Debtors Proposed Form of Adequate Assurance of Payment, (II) Establishing Procedures for Resolving Objections by Utility Companies, and (III) Prohibiting Utilities from Altering, Refusing, or Discontinuing Service [**Docket No. 2366**]

Status: All objections have been resolved.

- 2. Motion of Debtors for Entry of Order Pursuant to 11 U.S.C. §§ 105(a), 327, 328, and 330 For Authorization to Employ Professionals Utilized in the Ordinary Course of Business [**Docket No. 1742**]

Response Deadline: June 25, 2009 at 4:00 p.m.

Responses Filed: None to date.

Replies Filed: None to date.

Additional Document(s): None to date.

Status: This matter is going forward.

3. Application of the Official Committee of Unsecured Creditors of General Motors Corporation, et al. for an Order Authorizing and Approving the Employment and Retention of Kramer Levin Naftalis & Frankel LLP as Counsel, Nunc Pro Tunc, to June 3, 2009 [**Docket No. 1744**]

Response Deadline: June 26, 2009 at 4:00 p.m.

Responses Filed: None to date.

Replies Filed: None to date.

Additional Document(s):

- A. Notice of Hearing of the Application of The Official Committee of Unsecured Creditors of General Motors Corporation, et al. for an Order Authorizing and Approving the Employment and Retention of Kramer Levin Naftalis & Frankel LLP as Counsel, Nunc Pro Tunc, To June 3, 2009 [**Docket No. 1745**]
- B. Supplemental Declaration Of Thomas Moers Mayer In Support Of Application For Order Approving Retention Of Kramer Levin Naftalis & Frankel LLP As Counsel To The Official Committee Of Unsecured Creditors [**Docket No. 2658**]

Status: This matter is going forward.

4. Debtors' Second Omnibus Motion to Reject Certain Unexpired Leases of Nonresidential Real Property [**Docket No. 943**]

Response Deadline: June 25, 2009 at 4:00 p.m.

Responses Filed: None to date

Replies Filed: None to date

Additional Document(s): None to date

Status: This matter is going forward.

5. Greater New York Automobile Dealers Association's (1) Motion for Consideration of **Amicus Curiae** Statement and (2) Amicus Curiae Statement Regarding Debtor's Motion to Approve Sale Pursuant to Master Sale and Purchase Agreement with Vehicle Acquisition Holdings LLC filed by Robert M. Sasloff on behalf of Greater New York Automobile Dealers Association [**Docket No. 1900**]

Response Deadline: June 25, 2009 at 4:00 p.m.

Responses Filed: None to date

Replies Filed: None to date

Additional Document(s): None to date

Status: This matter is going forward.

IV. ADJOURNED MATTER

1. Motion for Relief from Stay filed by Brian Crowley on behalf of Manufacturers And Traders Trust Company [**Docket No. 2083**]

Response Deadline: June 26, 2009 at 4:00 p.m. Extended to June 29, 2009 at 4:00 p.m.

Responses Filed: None to date

Replies Filed: None to date

Additional Document(s):

- A. Notice of Hearing on Motion for Relief from Stay [**Docket No. 2187**]

Status: This matter will be heard on July 1, 2009 at 8:00 a.m.

Dated: June 29, 2009
New York, New York

/s/ Harvey R. Miller

Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky

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